

EW/021/232/13

27th September 2013

The President

The Stock Exchange of Thailand

Subject: Entitlement for the right of shareholders to propose agenda(s) and nominated person(s) to be the director(s) for the 2013 Annual General Meeting of Shareholders in advance.

Attachment: 2 forms for the right of shareholders to propose agenda(s) and nominated person(s) to be the director(s) for the Annual General Meeting of Shareholders in advance.

Eastern Water Resources Development and Management Public Company Limited hereby announces with regards to good corporate governance relating to rights of shareholders and equitable treatment of shareholders for proposing agenda(s), and nominated person(s) for consideration/election as director(s) at the 2013 Annual General Meeting of Shareholders in advance.

For more details of the criteria and practice, please access the website: <http://www.eastwater.com> (Investor Relationship) and documents attached herewith. Proposal of agenda(s) or nomination can be submitted in writing by registered mail to corporate secretary of the company on **1st October to 31st December 2013**.

Please be informed accordingly.

Yours sincerely,

-Signed-

Namphon Rassadanukul

SVP-Department of CEO office

and Corporate Secretary

Office of CEO Department

Tel : 02-272-1600 Ext. 2562, 2566



**Criteria of entitlement for minority shareholders
to propose AGM agenda(s) in advance**

1. Minimum shareholding requirement for eligibility to propose agenda(s) for consideration of the Board of Directors.

A shareholder or combined shareholders with shareholdings at minimum of 0.1% but not exceeding of 5% of issued and paid up capital shares, is/are eligible to propose AGM agenda(s) in advance for the Board's consideration and approval prior to the consideration of shareholders in the AGM.

2. Necessary information.

The following details and documents must be enclosed for consideration of the Board:

- Name, address, telephone numbers, and E-mail address (If any) of shareholder which allows the company to contact for more details. Whereas combined shareholders can provide the above data of a representative.
- Statement of number of shareholding, issued by broker, must be enclosed on the proposed date. Combined shareholders must provide the statements of all combination at the similar date. Using copy of statement(s) must be certified by owner(s).
- Objective of each propose agenda(s) must be specified either "for approval" or "for consideration".
- Other data that shareholder(s) deem(s) necessary with fact, reason, and issue for consideration.
- The Board reserves a right to contact shareholder(s) or representative of minority shareholder(s) to request more related details.

3. Specify matters which the Board of Directors will not be placed on the agenda.

The Board considered from practices of the SET as following details:

- Matters relating to normal business practices of the company and claims by shareholders do not illustrate a rational suspicion of irregularities.

- Matter that are beyond control of the company and/or the Board.
- Matter that shareholders already proposed in shareholder meetings within the past 12 months and were supported by less than 10% of total voting shares, provide that the facts of said matters have not yet changed significantly.
- Other matters that the Board deems unnecessary to place on the agenda.
- The Board, however will announce to shareholders to explain the sound reasons for these exclusions to shareholders in the company's website and shall announce in AGM respectively.

4. **Channel for submitting proposal**

The company will consider only proposal(s) posted via registered mails to the following address within the date defined on criteria No.5 with consideration by registered date:

Eastern Water Resources Development and Management Public Company Limited
1, East Water Building, 25th floor, Vipavadeerangsit Road,
Jomphol, Jatujak, Bangkok 10900

5. **Submission Period**

To allow the Board has sufficient time to consider the proposal(s), the shareholder(s) shall initially send proposed agenda(s) via the company's website prior to submitting the related documents to the corporate secretary **from 1st October to 31st December 2013.**



EastWater

**Criteria of entitlement for minority shareholders
to nominate person to be the company's director
for initial consideration of Corporate Governance and Nomination Committee**

1. Minimum shareholding requirement for eligibility to nominate person to be the company's director.

A shareholder or combined shareholders with shareholdings at minimum of 0.1% but not exceeding of 5% of issued and paid up capital shares, is/are eligible to nominate person to be the company's director for initial consideration of Corporate Governance and Nomination Committee.

2. Necessary Documents.

The following details and documents must be enclosed for consideration of the Board:

- Name, address, telephone numbers, and E-mail address (If any) of shareholder which allows the company to contact for more details. Whereas combined shareholders can provide the above data of a representative.
- Statement of number of shareholding issued by broker, must be enclosed on the proposed date. Combined shareholders must provide the statements of all combination at the similar date, Using copy of statement(s) must be certified by owner(s)
- Proposal of nomination for initial considerations of Corporate Governance and Nomination Committee and the Board prior to the election of AGM shall attach photo, not exceeding of 3 months, personal profile and letter of consent from nominated person to the corporate secretary by registered mail.
- Other data that shareholder(s) deem(s) necessary, the Board reserves a right to contact shareholder(s) or representative of minority shareholders(s) to request more related details.

3. Channel for submitting proposal

The company will consider only nominated person(s) posted via registered mails to the following address within the date defined on criteria No.4 with consideration by registered date:

**Eastern Water Resources Development and Management Public Company Limited
1, East Water Building, 25th floor, Vipavadeerangsit Road,
Jomphol, Jatujak, Bangkok 10900**

4. Submission Period

The shareholder(s) shall initially send nominated person(s) via the company's website prior to submitting the related documents to the corporate secretary **from 1st October to 31st December 2013.**

5. Process of the Board after receiving nominated person(s)

After the closing date of nomination from minority shareholders, the company shall summarize the details to present in the Corporate Governance and Nomination Committee meeting for initial consideration prior to propose to the Board. There are two results as follows:

- In case the Board considers that nominated persons(s) is/are appropriate person(s), such person(s) will be proposed in the AGM invitation with the Board opinion as **“Proposed by shareholders”**.
 - In case the Board consider that nominated person(s) is/are not appropriate person(s), the company shall inform shareholders via the company's website as well as repeat in the AGM.
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Eastern Water Resources Development and Management Public Company Limited

Form for proposing AGM agenda(s) in advance

Date.....

I am (Mr.,Mrs.,Miss).....

Address.....

Phone number.....Fax number (If any).....

E-mail address (If any).....

being a shareholder of Eastern Water Resources Development and Management Public Company Limited

Total of share holding.....shares. Period of time to hold shares.....

Agenda to be proposed

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Objective / Reason of the proposal

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.....
.....

.....Shareholder

(.....)

Date.....

Eastern Water Resources Development and Management Public Company Limited

Form for proposing nominated person to be the company's director

I am (Mr.,Mrs.,Miss).....

Address.....

Phone number Fax number (If any).....

E-mail address (if any)

being a shareholder of Eastern Water Resources Development and Management Public Company Limited

Total of share holding.....shares. Period of time to hold shares.....

Nominate a director to be proposed (name and family name)

Age.....years, to be a director with fully qualified and has the consent of person who has been nominated. Related documents, with qualification and education background have been already certified the accuracy of totalpage(s)

I certified that all attached documents are correct and affix the name as attached evidence.

.....Shareholder

(.....)

Date.....

I am (Mr.,Mrs.,Miss).....

A person who has been nominated as a director by the shareholders as above proposal, agree and acknowledge that the details in the documents attached are correct complete in all respects

.....Nominated person

(.....)

Date.....